

ATTACHMENT NO. 2

or intended now or hereafter so to be, or for carrying out the intention or facilitating the performance of the terms of any Loan Document, or for assuring the validity of any security interest or lien under any Security Document.

8.15 Governing Law; Jurisdiction; Waiver of Jury Trial.

(a) The laws of the State of Nevada, without regard to its choice of law provisions, shall govern the construction and enforcement of the Loan Documents.

(b) **BORROWER, TO THE FULL EXTENT PERMITTED BY LAW, HEREBY KNOWINGLY, INTENTIONALLY AND VOLUNTARILY, WITH AND UPON THE ADVICE OF COMPETENT COUNSEL, (i) SUBMITS TO PERSONAL JURISDICTION IN THE STATE OF NEVADA OVER ANY SUIT, ACTION OR PROCEEDING BY ANY PERSON ARISING FROM OR RELATING TO THE NOTE, THIS INSTRUMENT OR ANY OTHER OF THE LOAN DOCUMENTS, (ii) AGREES THAT ANY SUCH ACTION, SUIT OR PROCEEDING MAY BE BROUGHT IN ANY STATE OR FEDERAL COURT OF COMPETENT JURISDICTION SITTING IN CLARK COUNTY, NEVADA, (iii) SUBMITS TO THE JURISDICTION OF SUCH COURTS, AND, (iv) TO THE FULLEST EXTENT PERMITTED BY LAW, AGREES THAT IT WILL NOT BRING ANY ACTION, SUIT OR PROCEEDING IN ANY FORUM OTHER THAN CLARK COUNTY, NEVADA (BUT NOTHING HEREIN SHALL AFFECT THE RIGHT OF LENDER TO BRING ANY ACTION, SUIT OR PROCEEDING IN ANY OTHER FORUM). BORROWER FURTHER CONSENTS AND AGREES TO SERVICE OF ANY SUMMONS, COMPLAINT OR OTHER LEGAL PROCESS IN ANY SUCH SUIT, ACTION OR PROCEEDING BY REGISTERED OR CERTIFIED U.S. MAIL, POSTAGE PREPAID, TO THE BORROWER AT THE ADDRESS FOR NOTICES DESCRIBED IN SECTION 8.13 HEREOF, AND CONSENTS AND AGREES THAT SUCH SERVICE SHALL CONSTITUTE IN EVERY RESPECT VALID AND EFFECTIVE SERVICE (BUT NOTHING HEREIN SHALL AFFECT THE VALIDITY OR EFFECTIVENESS OF PROCESS SERVED IN ANY OTHER MANNER PERMITTED BY LAW).**

(c) **BORROWER, TO THE FULL EXTENT PERMITTED BY LAW, HEREBY KNOWINGLY, INTENTIONALLY AND VOLUNTARILY, WITH AND UPON THE ADVICE OF COMPETENT COUNSEL, WAIVES, RELINQUISHES AND FOREVER FORGOES THE RIGHT TO A TRIAL BY JURY IN ANY ACTION OR PROCEEDING BASED UPON, ARISING OUT OF, OR IN ANY WAY RELATING TO THE INDEBTEDNESS SECURED HEREBY OR ANY CONDUCT, ACT OR OMISSION OF LENDER, TRUSTEE OR BORROWER, OR ANY OF THEIR DIRECTORS, OFFICERS, PARTNERS, MEMBERS, EMPLOYEES, AGENTS OR ATTORNEYS, OR ANY OTHER PERSONS AFFILIATED WITH LENDER, TRUSTEE OR BORROWER, IN EACH OF THE FOREGOING CASES, WHETHER SOUNDING IN CONTRACT, TORT OR OTHERWISE.**

8.16 Severability of Provisions. Any provision in any Loan Document that is held to be inoperative, unenforceable or invalid shall be inoperative, unenforceable or invalid without affecting the remaining provisions, and to this end the provisions of all Loan Documents are declared to be

severable.

8.17 Assignment or Sale of Participation by Lender; Advertising. Lender may, at any time, sell, transfer, assign or grant participation in the Loan and in the Loan Documents and Lender may forward to its partners or to such participant and prospective participant all documents and information relating to the Loan and to Borrower, whether furnished by Borrower or otherwise, as Lender determines necessary or desirable. Lender and USA may also reasonably divulge and advertise the making of the Loan and the amount thereof.

8.18 Headings. Section headings in this Agreement are included for convenience of reference only and are not part of this Agreement for any other purpose.

8.19 Time of the Essence. Time is of the essence with respect to all duties and obligations of Borrower under any Loan Document..

(Signature page follows)

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date first above written.

BORROWER: MS Acquisition Company, LLC
By: Marlton Square Associates, LLC, Managing Member
By: Capital Vision Equities, LLC, its Managing Member

By: _____
Christopher Hammond, Managing Member

LENDER:

By: _____

By: _____

EXHIBIT "A"

LENDERS

<u>NAME</u>	<u>AMOUNT</u>
1. William A. Banos a married man, as his sole and separate property & Angel J. Banos, an unmarried man, as joint tenants with right of survivorship	\$25,000
2. Nelson Chardoul & Virginia Chardoul Trustees of the Nelson & Virginia Chardoul Trust dated 10/7/91	\$25,000
3. Arline L. Cronk & Edward H. Davies Trustees of the Arline L. Cronk & Edward H. Davies Living Trust dated 6/27/03	\$25,000
4. Panagiotis Dovanidis, a single man & Dimitra Dovanidou, a married woman dealing with her sole & separate property, as joint tenants with right of survivorship	\$50,000
5. Prince Emmanuel, a single man	\$25,000
6. Richard A. Johnson, a married man dealing with his sole & separate property	\$25,000
7. James F. Lawrence and Arla M. Lawrence, trustees of The James F. Lawrence and Arla Lawrence Revocable Trust Dated 1-19-04	\$100,000
8. Sven-Eric Levin & Linda Levin Co-Trustees of the Sven-Eric & Linda Levin 1994 Trust dated 04/22/94	\$25,000
9. Robert H. Perlman & Lynn R. Perlman Trustees of the Robert H. Perlman & Lynn R. Perlman Trust dated 9/17/92	\$50,000
10. Aprille J. Pihl, an unmarried woman	\$25,000
11. Peter Valve Company, Inc., a Nevada corporation	\$25,000
12. Arthur P. Schnitzer & Lynn S. Schnitzer Trustees of the Schnitzer Living Trust dated 10/29/91	\$200,000
13. First Savings Bank Custodian For Michael S. Simcock IRA	\$50,000
14. Carmine Spinelli & Anna Spinelli, husband & wife, as joint tenants with right of survivorship	\$40,000
15. Maria Spinelli, a single woman	\$40,000
16. Michael Spinelli, a single man	\$70,000
17. Jason C. Weber, an unmarried man	\$25,000
18. H. Daniel Whitman Trustee of the Whitman Trust dated 12/1/04	<u>\$25,000</u>
TOTAL	\$850,000

EXHIBIT "B"

APPROVED BUDGETS

<u>ITEM</u>	<u>AMOUNT</u>
Land Acquisition	\$ 740,000
Relocation of Tenants	\$2,850,000
Demolition/Remediation	\$1,000,000
Interest Reserve	\$ 710,000
Closing Costs	\$ 50,000
Partners Realty Capital	\$ 60,000
Loan Fees	\$ 240,000
<u>Contingency</u>	<u>\$ 350,000</u>
TOTAL:	\$6,000,000

EXHIBIT "C"

DISBURSEMENT SCHEDULE

All disbursements after closing are subject to Section 3.2 of the Loan Agreement. Month "X" means "X" months after closing. The exact date shall be as agreed between Borrower and USA. Amounts are approximate, but are reasonable present good faith estimates of Borrower's needs.

<u>DATE</u>	<u>AMOUNT</u>	<u>INTEREST RESERVE</u>	<u>BORROWER DRAW</u>
Closing	\$ 850,000	\$0	\$ 850,000
Month 1	\$1,840,000	\$ 35,000	\$1,805,000
Month 2	\$ 270,000	\$ 40,000	\$ 230,000
Month 3	\$1,425,000	\$ 40,000	\$1,385,000
Month 4	\$ 500,000	\$140,000	\$ 360,000
Month 6	\$ 700,000	\$130,000	\$ 570,000
Month 8	\$ 200,000	\$140,000	\$ 60,000
<u>Month 10</u>	<u>\$ 215,000</u>	<u>\$185,000</u>	<u>\$ 20,000</u>
TOTALS:	\$6,000,000	\$710,000	\$5,290,000

EXHIBIT "D"

PERMITTED EXCEPTIONS

The Parcel numbers below refer to the Parcel numbers on Exhibit "E" hereto.

PARCEL 1

Items 1, 2, 5 and 6 (with all taxes paid current), 7, 8, 9, 12 and 16, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105682-LA2 with an effective date of February 8, 2005.

PARCEL 2

Items 1, 2 and 3 (with all taxes paid current), 4, 5 and 8, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105518-LA2 with an effective date of February 7, 2005.

PARCEL 3

Items 1, 2 and 3 (with all taxes paid current), 4, 5, 6 and 16, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105522-LA2 with an effective date of February 7, 2005.

PARCEL 4

Items 1, 2 and 3 (with all taxes paid current), 4 and 36, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105660-LA2 with an effective date of February 8, 2005.

PARCEL 5

Items 1, 2 and 3 (with all taxes paid current), 4, 5, 6 and 8 as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105661-LA2 with an effective date of February 8, 2005.

PARCEL 6

Items 1, 2 and 3 (with all taxes paid current), 4 through 8, and 10, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105662-LA2 with an effective date of February 8, 2005.

PARCEL 7

Items 1, 2 and 3 (with all taxes paid current), 4 through 6, and 9, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105663-LA2 with an effective date of February 8, 2005.

PARCEL 8

Items 1, 2 and 3 (with all taxes paid current), 4, 5 and 6, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105666-LA2 with an effective date of February 8, 2005.

PARCEL 9

Items 1, 2 and 3 (with all taxes paid current), 4, 5, 7, 9 and 12, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105669-LA2 with an effective date of February 8, 2005.

PARCEL 10

Items 1, 2 and 3 (with all taxes paid current), 4 through 8, and 10, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105671-LA2 with an effective date of February 8, 2005.

PARCEL 11

Items 1, 2 and 3 (with all taxes paid current), 4 through 7, and 13, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105676-LA2 with an effective date of February 8, 2005.

PARCEL 12

Items 1, 2 and 3 (with all taxes paid current), 4, 5, 6 and 16, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105677-LA2 with an effective date of February 8, 2005.

PARCEL 13

Items 1, 2 and 3 (with all taxes paid current), 4 through 10, and 14, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105679-LA2 with an effective date of February 8, 2005.

PARCEL 14

Items 1, 2 and 3 (with all taxes paid current), 4 through 8, 15, 18 and 19, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105681-LA2 with an effective date of July 18, 2005.

PARCEL 15

Items 1, 2, 3 and 4 (with all taxes paid current), 5 through 9, and 27, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105689-LA2 with an effective date of February 8, 2005.

PARCEL 16

Items 1, 2 and 3 (with all taxes paid current), and 4 through 10, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105692-LA2 with an effective date of February 8, 2005.

PARCEL 17

Items 1, 2 and 3 (with all taxes paid current), and 4 through 7, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105695-LA2 with an effective date of February 8, 2005.

PARCEL 18

Items 1 through 6 (with all taxes paid current), 7 through 9, and 15 as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105696-LA2 with an effective date of February 8, 2005.

PARCEL 19

Items 1, 2 and 3 (with all taxes paid current), 4 through 7, 16 and 17, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105567-LA2 with an effective date of February 8, 2005.

PARCEL 20

Items 1, 2 and 3 (with all taxes paid current), 4 through 6, 10 and 13, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105568-LA2 with an effective date of February 8, 2005.

PARCEL 21

Items 1, 2 and 3 (with all taxes paid current), 4 through 7, and 12, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105569-LA2 with an effective date of February 8, 2005.

PARCEL 22

Items 1, 2 and 3 (with all taxes paid current), and 4 through 8, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105571-LA2 with an effective date of February 8, 2005.

PARCEL 23

Items 1, 2, 4 and 6 (with all taxes paid current), 7 through 11, 16 and 24, as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105573-LA2 with an effective date of February 8, 2005.

PARCEL 24

Items 1, 2, 3 and 4 (with all taxes paid current), 5, 6, 7 and 16 as shown on that Preliminary Report issued by First American Title Insurance Company under Order No. NCS-105699-LA2 with an effective date of February 8, 2005.

AND, as to all parcels, as described therein, those matters shown on the Supplemental Title Report issued by First American Title Insurance Company under File No. "Marlton Square Portfolio - Lots 1 [through] 24", dated as of June 14, 2005 at 7:30 a.m.

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EXHIBIT "B"

DESCRIPTION OF REAL PROPERTY

Real Property situated in the County of Los Angeles, State of California,
more particularly described as follows:

Parcel 1

Real property in the City of Los Angeles, County of Los
Angeles, State of California, described as follows:

Lot 41 of Tract 16050, in the city of Los Angeles, as per
map recorded in Book 370 Pages 44 to 46 inclusive of
maps, in the office of the county recorder of said county.

And that portion of Lot 44 described as follows:

Beginning at the most westerly corner of said Lot 44;
thence along the northwesterly boundary line of said Lot
44, North 30 deg 49' 27" east 47.79 feet to the most
northerly corner of said Lot 44; thence along the
northeasterly boundary line of said Lot 44, South 32 deg
56' 03" east 16.69 feet to a line that bears North 50 deg
39' 52" east from said point of beginning; thence along
said last mentioned line, south 50 deg 39' 52" west
48.65 feet to the said point of beginning.

Excepting all oil and mineral rights as previously
reserved under declaration of trust dated November 30,
1948 in deed recorded May 19, 1949 in Book 30124
Page 18, Official Records, as Instrument No. 806 with
subsequent quitclaim of surface rights, recorded in Book
32246 Page 212, Official Records, and as previously
reserved in deed recorded September 14, 1951 in Book
37205 Page 312, Official Records.

APN: 5032-006-015

09/19/05

Parcel 2

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 40 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44 45 and 46 of Maps, in the office of the county recorder of said county.

Except therefrom an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals, within or underlying said above described land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1949 in deed recorded May 19, 1949 in Book 30124 Page 18 Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, development or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a deed executed by Chas H. Church, as trustee, recorded in Book 32246 Page 212 Official Records.

Also excepting all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described therein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill, for produce and use water from said real property in connection with such operations, as in deed by Capital Company, recorded September 24, 1961 in Book 37262 Page 401 Official Records.

APN: 5032-006-014

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Parcel 3

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 39 of Tract No. 16050, except the westerly 30 feet thereof, in the city of Los Angeles, measured at right angles to the westerly line, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

Except therefrom one-half interest in all oil, gas, minerals, and other hydrocarbon substances lying below the surface of said property, but with no right of surface entry, as provided in the deed recorded May 19, 1949 in Book 30124 Page 18 Official Records.

Also except therefrom one-half interest in all oil, gas, minerals and other hydrocarbon substances lying below a depth of 100 feet from the surface of said property, but with no right of surface entry, as provided in the deed recorded September 19, 1951 in Book 37235 Page 43 Official Records.

APN: 5032-006-013

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Parcel 4

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

PARCEL A:

The Westerly 30 feet of Lot 39 of Tract No. 16050 measured at right angles to the Westerly line, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 through 46 inclusive of Maps, in the office of the County Recorder of said County.

EXCEPT therefrom an undivided 1/2 interest of all petroleum, oil, gas, naphtha, asphaltum, brea, and other hydrocarbons and all other minerals within or underlying said land, as excepted by Chas M. Church, Trustee under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 as Instrument No. 806 in Book 30124 Page 18 Official Records.

ALSO EXCEPT therefrom all of the above described land, all the remaining oil, gas and other hydrocarbon substances now or at any time hereafter situated therein or thereunder of producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations, as reserved in the Deed from the Capital Company, recorded September 19, 1951 as Instrument No. 1306.

PARCEL B:

The Southeasterly 0.3 feet of Lot 38 of Tract 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 through 46 inclusive of Maps, in the office of the County Recorder of said County.

EXCEPT therefrom an undivided 1/2 interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying

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said land, as excepted by Chas M. Church, Trustee under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 as Instrument No. 806 in Book 30124 Page 18 Official Records.

ALSO EXCEPT therefrom all of the above described land, all the remaining oil, gas and other hydrocarbon substances now or at any time hereafter situated therein or thereunder of producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations, as reserved in the Deed from the Capital Company, recorded September 19, 1951 as Instrument No. 1306.

APN: 5032-006-012

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Parcel 5

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 38 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

Except therefrom the southeasterly 0.3 feet thereof.

Also except an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or under lying said above described land as excepted by Chas. H. Church, Trustee under Declaration of Trust dated November 30, 1948 in deed recorded May 19, 1949 in Book 30124 Page 18 of Official Records.

Also excepting all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of the land at any level or levels one hundred feet (100') or more below the surface of said land for the purpose of development or removal of such substances provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within one hundred feet of the surface thereof and all the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use waste from said real property in connection with such operations, as reserved in the deed from Capital Company, recorded September 19, 1951.

APN: 5032-006-011

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Parcel 6

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 37 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the County Recorder of said County.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said above described land, as excepted by Chas H. Church, Trustee, under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 in Book 30124 Page 18, Official Records.

ALSO EXCEPT all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of the land at any level or levels one hundred feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within one hundred feet of the surface thereof and all the right so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations, as reserved in the Deed from Capital Company, recorded September 19, 1951 in Book 37235 Page 36, Official Records.

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Parcel 7

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 36 of Tract 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the county recorder of said county.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1948 in deed recorded May 19, 1949 as Instrument No. 806, in Book 30124 Page 18 of Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by deed executed by Chas H. Church, as Trustee, recorded in Book 32246 Page 212 of Official Records.

ALSO all remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill, and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations, as reserved in deed from the Capital Company, recorded September 24, 1951 in Book 37262 Page 401 of Official Records.

APN: 5032-006-009

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Parcel 8

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 35 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said above described land, as excepted by Chas H. Church, trustee, under declaration of trust, dated November 30, 1948 in deed recorded May 19, 1949 in Book 30124 Page 18, Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof, to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a deed executed by Chas H. Church, as trustee, recorded in Book 32246 Page 212, Official Records.

ALSO EXCEPT all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof, and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations, as in deed by Capital Company, recorded September 26, 1951 in Book 37286 Page 74, Official Records.

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Parcel 9

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 34 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said above described land, as excepted by Chas H. Church, trustee, under declaration of trust dated November 30, 1948 in Book recorded May 19, 1949 in Book 30124 Page 18 of Official Records.

The right to enter upon or use the surface or any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing, or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a deed executed by Chas H. Church, as trustee, recorded in Book 32246 Page 212 Official Records.

ALSO EXCEPT all the remaining oil, gas and other hydrocarbon and minerals now or at any time hereafter situated therein and thereunder or producible therefrom together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property, in connection with such operations, as in deed by Capital Company, recorded November 16, 1951 in Book 37651 Page 164 Official Records.

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Parcel 10

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 33 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

Except therefrom an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals, within or underlying said above described land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1949 in deed recorded May 19, 1949 in Book 30124 Page 18 Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, development or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a deed executed by Chas H. Church, as trustee, recorded in Book 32246 Page 212 Official Records.

Also except therefrom all the remaining oil, gas, and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill, for produce and use water from said real property in connection with such operations, as in deed by Capital Company, recorded September 24, 1951 in Book 37262 Page 380, Official Records and recorded as Document No. 911 Official Records.

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Parcel 11

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 31 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

Except an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals, within or underlying said land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 in Book 30124 Page 18 Official Records.

The right to enter upon or use the surface or any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a Deed executed by Chas H. Church, as Trustee, recorded in Book 32246 Page 12 Official Records.

Also except therefrom all the remaining oil, gas, and other hydrocarbons and minerals now or at any time, hereafter situated therein and thereunder or producible therefrom together with the free and unlimited right to mine, drill or bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances provided that the surface opening of such well and all other surface facilities shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so as to remove such substances are hereby specifically reserved including the right to drill, for, produce and use water from said real property in connection with such operations, as reserved in the Deed from Capital Company, recorded August 31, 1953 in Book 42583 Page 181 of Official Records.

APN: 5032-006-004

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Parcel 12

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Parcel A:

Parcel 1

Lot 30 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

Except therefrom all oil, mineral, etc., as reserved by previous deeds of record.

Parcel 2

An easement for wall purposes over that portion of Lot 31 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County, included within a strip of land 6 feet wide, the Northwestern line of said strip of land being that certain boundary line of said lot shown on Map as having a bearing of North 51 Degrees 12' 50" East. The Southeasterly line of said strip of land to be prolonged so as to terminate in the boundary lines of said Lot 31.

Parcel B:

Lot 29 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

Except an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other mineral within or under lying said above described land, recorded May 19, 1949, in Book 30124 page 18 of official records.

The right to enter upon or use the surface or any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling development or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was Quitclaimed by a deed recorded in Book 32246 page 212 of official records.

also except all the remaining oil, gas and other hydrocarbons and mineral now or at any time hereinafter

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situated therein and thereunder or producible therefrom together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such subsurfaces, provided that the surface opening of such well and all other subface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof, and all of the rights drill for, produce and water from said real property in connection with such operations, as in deed recorded July 24, 1959 as instrument no. 1043 of official records.

APN: 5032-006-003 and 002

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Parcel 13

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 48 of Tract 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

Except therefrom the Southwest 15 feet thereof.

Except an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all minerals within or underlying said land, as excepted by Charles H. Church, Trustee under Declaration of Trust dated November 30, 1948, in Deed recorded May 19, 1949 in Book 30124 Page 18, Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, naphtha, and other hydrocarbon and mineral substances was quitclaimed by a Deed executed by Chas. H. Church, as Trustee, recorded in Book 32246 Page 212, Official Records.

Also savings, excepting and reserving from all of the above described lands, all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved including the right to drill for, produce and use water from said real property in connection with such operations as reserved in the Deed from Capital Company, a corporation, recorded February 27, 1952 as Instrument No. 922, Official Records.

APN: 5032-003-015

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Parcel 14

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lots 46, 47 and the South 15 feet of Lot 48 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbon substances and all minerals within or underlying said land as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 in Book 30124 Page 18 of Official Records.

The right to enter upon or use the surface or any part of portion of said land or the subsurface thereto to a depth of 200 feet from the surface for the purpose of exploring, drilling or extracting any oil, gas, naphtha, and other hydrocarbon and mineral substances was quitclaimed by a Deed executed by Chas H. Church as Trustee recorded in Book 32246 Page 212, Official Records.

ALSO EXCEPT all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom together with the free unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances that the surface opening of such well and all other surface facilities shall be located on land other than that described herein and shall not penetrate any part of portion of the above described real property within 100 feet of the surface thereof and all of the right so to remove such substances are hereby specifically reserved including the right to drill for, produce and use water from said real property in connection with such operation as reserved in Deed from Capital Company, a corporation recorded April 27, 1953 in Book 41570 Page 141 Official Records, as to Lot 46; recorded May 27, 1953 in Book 39027 Page 19 Official Records, as to Lot 47; and recorded February 27, 1952 as Instrument No. 922, as to Lot 48.

ALSO EXCEPT from said land all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said land as reserved by James H. Eubank and Vera Eubank,

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husband and wife, in Deed recorded December 29, 1967
as Instrument No. 5307.

APN: 5032-003-014

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Parcel 15

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 45 of Tract No. 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the county recorder of said county.

EXCEPT therefrom all oil, gas, hydrocarbons and kindred substances lying below a depth of 100 feet from the surface of said land, without however the right to enter upon the surface of said land, as provided in an instrument of various deeds of record.

APN: 5032-003-010

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Parcel 16

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lots 42, 43 and 44 of Tract 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

EXCEPT that portion of Lot 44 of Tract 16050, described as follows:

Beginning at the most Westerly corner of said Lot 44; thence along the Northwesterly boundary line of said Lot 44, North 30 degrees 49' 27" East 47.79 feet to the most Northerly corner of said Lot 44; thence along the Northeasterly boundary line of said Lot 44, South 52 degrees 56' 03" East 16.69 feet to a line that bears North 50 degrees 39' 52" East from said point of beginning; thence along said last mentioned line, South 50 degrees 39' 52" West 48.88 feet to said point of beginning.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbon and all other minerals within or underlying said above described land, as excepted by Chas H. Church, Trustee under declaration of trust dated November 30, 1948 in deed recorded May 19, 1949 in Book 30124 Page 18 Official Records.

ALSO EXCEPT therefrom from all of the above described lands, all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels one hundred feet (100') or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within one hundred feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operation as reserved in document recorded in Book 47380 Page 24 Official Records.

APN: 5032-006-016 and 5032-006-017

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Parcel 17

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 14 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

EXCEPT therefrom all oil, gas, minerals, and other hydrocarbon substances lying below the surface of said land, but with no right of surface entry as provided in deeds of record.

APN: 5032-004-019

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Parcel 18

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 15 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 through 46 inclusive of Maps, in the office of the County Recorder of said County.

Except therefrom an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals, within or underlying said land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 as Instrument No. 806 in Book 30124 Page 18 Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a Deed executed by Chas H. Church, as Trustee, recorded in February 10, 1950 as Instrument No. 2316, Book 32246 Page 212 Official Records.

Also except from all of the above described lands all the remaining oil, gas, and other hydrocarbon and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described therein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill, for produce and use water from said real property in connection with such operations, as reserved in the Deed from the Capital Company, recorded September 24, 1951 as Instrument No. 237 in Book 47213 Page 86 Official Records.

APN: 5032-004-003

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Parcel 19

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

Lot 17 of Tract No. 16050, in the City of Los Angeles, as per Map recorded in Book 370 Pages 44 to 46 inclusive of Maps, in the office of the County Recorder of said County.

Except an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals, within or underlying said land, as excepted by Charles H. Church, Trustee, under Declaration of Trust dated November 30, 1948 in Deed recorded May 19, 1949 as Instrument No. 806, in Book 30124 Page 18 Official Records.

The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof, to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbons and mineral substances was quitclaimed by a Deed executed by Charles H. Church, as Trustee, recorded in Book 32246 Page 212 Official Records.

Also saving and excepting from all of the above described lands, all the remaining oil, gas, and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof, and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill, for produce and use water from said real property in connection with such operations, as reserved in the Deed from the Capital Company, recorded May 20, 1955 in Book 47834 Page 272, Official Records.

APN: 5032-004-005

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Parcel 20

Real property in the City of Los Angeles, County of Los Angeles, State of California, described as follows:

PARCEL A:

Lot 18 of Tract 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44, 45 and 46 of Maps, in the office of the county recorder of said county.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said above described land, as excepted by Chas H. Church, Trustee under Declaration of Trust dated November 30, 1948 in deed recorded May 19, 1949 in Book 30124 Page 18 of Official Records.

ALSO EXCEPT all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels one hundred feet (100') or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within one hundred feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operations as reserved in the deed recorded April 4, 1955 as Instrument No. 342.

PARCEL B:

Lot 19 of Tract 16050, in the city of Los Angeles, as per map recorded in Book 370 Pages 44 through 46 inclusive of Maps, in the office of the county recorder of said county.

EXCEPT an undivided one-half interest of all petroleum, oil, gas, naphtha, asphaltum, brea and other hydrocarbons and all other minerals within or underlying said land, as excepted by Charles H. Church, Trustee under Declaration of Trust dated November 30, 1948 in deed recorded May 19, 1949 as Instrument No. 806, in Book 30124 Page 18, Official Records.

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The right to enter upon or use the surface of any part or portion of said land or the subsurface thereof to a depth of 200 feet from the surface for the purpose of exploring, drilling, developing or extracting any oil, gas, naphtha and other hydrocarbon and mineral substances was quitclaimed by a deed executed by Charles H. Church, as trustee, recorded in Book 32246 Page 212, Official Records.

ALSO saving and excepting unto the grantor herein, its successors and assigns, from all of the above described lands, all the remaining oil, gas and other hydrocarbons and minerals now or at any time hereafter situated therein and thereunder or producible therefrom, together with the free and unlimited right to mine, drill and bore beneath the surface of said land at any level or levels 100 feet or more below the surface of said land for the purpose of development or removal of such substances, provided that the surface opening of such well and all other surface facilities shall be located on land other than that described herein, and shall not penetrate any part or portion of the above described real property within 100 feet of the surface thereof and all of the rights so to remove such substances are hereby specifically reserved, including the right to drill for, produce and use water from said real property in connection with such operation, as reserved in the deed from the Capital Company, recorded May 10, 1955 as Instrument No. 1609, Official Records, as to Lot 19 and recorded April 4, 1953 as Instrument No. 342, Official Records as to Lot 18.

APN: 5032-004-006 and 5032-004-007